

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 22-11068 (JTD)
)
) (Jointly Administered)
)
) **Objection Deadline:**
) **January 2, 2024 at 4:00 p.m. (ET)**

**SUMMARY OF ELEVENTH MONTHLY FEE STATEMENT OF PAUL HASTINGS LLP,
AS LEAD COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS, FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES FOR THE PERIOD FROM OCTOBER 1, 2023 THROUGH OCTOBER 31, 2023**

| | |
|---|--|
| Name of Applicant: | Paul Hastings LLP (" <u>Paul Hastings</u> ") |
| Authorized to Provide Professional Services to: | Official Committee of Unsecured Creditors (" <u>Committee</u> ") |
| Date of Retention: | Order entered February 7, 2023, effective as of December 20, 2022 [D.I. 635] |
| Period for Which Compensation and Reimbursement is Sought: | October 1, 2023 through and including October 31, 2023 (the " <u>Fee Period</u> ") |
| Total Amount of Compensation Sought as Actual, Reasonable and Necessary: | \$3,122,029.50 |
| 80% of Compensation Sought as Actual, Reasonable and Necessary: | \$2,497,623.60 |
| 100% of Expense Reimbursement Sought as Actual, Reasonable and Necessary: | \$82,456.60 |

This is a(n): ☒ monthly ___ interim ___ final application.

This application includes approximately 2.0 hours and associated fees of approximately \$1,890.00 in connection with the preparation of fee applications.

¹ The last four digits of FTX Trading Ltd.'s tax identification number are 3288. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <https://cases.ra.kroll.com/FTX>.

COMPENSATION BY INDIVIDUAL DURING THE FEE PERIOD

| Name | Practice Group; Date of First Admission | Hourly Rate | Hours Billed | Amount Billed |
|---------------------------|--|--------------------|-------------------------|--------------------------|
| Partners | | | | |
| Daniel, Chris | Fintech and Payments Group, 1999 | \$1,750.00 | 19.50 | \$34,125.00 |
| Gilad, Erez | Finance & Restructuring, 2001 | \$1,930.00 | 97.20 | \$187,596.00 |
| Hansen, Kris | Finance & Restructuring, 1996 | \$2,135.00 | 123.10 | \$262,818.50 |
| Hearth, David | Investment Funds and Private Capital, 1987 | \$1,905.00 | 0.20 | \$381.00 |
| Kelly, Brian | Finance & Restructuring, 2001 | \$1,675.00 | 43.60 | \$73,030.00 |
| Madell, Jaime | Structured Credit, 2012 | \$1,750.00 | 17.20 | \$30,100.00 |
| Merola, Frank | Finance & Restructuring, 1988 | \$1,930.00 | 69.20 | \$133,556.00 |
| Pasquale, Ken | Financial Restructuring, 1990 | \$1,930.00 | 235.30 | \$454,129.00 |
| Pasquale, Ken (Travel) | Financial Restructuring, 1990 | \$965.00 | 2.00 | \$1,930.00 |
| Sasson, Gabe | Financial Restructuring, 2010 | \$1,675.00 | 98.70 | \$165,322.50 |
| Sibbitt, Eric | Fintech and Payments Group, 1997 | \$1,595.00 | 89.60 | \$142,912.00 |
| Spafford, Michael | Investigation & White Collar Defense, 1984 | \$1,930.00 | 0.10 | \$193.00 |
| Tsao, Leo | Investigation & White Collar Defense, 1999 | \$1,570.00 | 17.30 | \$27,161.00 |
| Zuppone, Michael | Securities & Capital Markets, 1989 | \$1,985.00 | 3.90 | \$7,741.50 |
| Zwickel, Arthur | Investment Funds and Private Capital, 1993 | \$1,905.00 | 2.50 | \$4,762.50 |
| Partner Total | | | 819.40 | \$1,525,758.00 |

| Of Counsel | | | | |
|----------------------------|--|------------|---------------|---------------------|
| Greenbacker, Lauren-Kelley | Fintech and Payments Group, 2014 | \$1,470.00 | 62.30 | \$91,581.00 |
| Griffin, Meagan E. | Fintech and Payments Group, 2013 | \$1,470.00 | 31.60 | \$46,452.00 |
| Holden, Diane | Fintech and Payments Group, 2009 | \$1,470.00 | 19.40 | \$28,518.00 |
| May, Jacqueline | Investment Funds and Private Capital, 1988 | \$1,700.00 | 1.00 | \$1,700.00 |
| Moffatt, Nina | Fintech and Payments Group, 2009 | \$1,470.00 | 2.60 | \$3,822.00 |
| Silber, Gary | Tax, 2011 | \$1,650.00 | 1.60 | \$2,640.00 |
| Traxler, Katherine A. | Financial Restructuring, 1990 | \$1,055.00 | 4.40 | \$4,642.00 |
| Of Counsel Total | | | 122.90 | \$179,355.00 |
| Associates | | | | |
| Anderson, Chris | Fintech and Payments Group, 2017 | \$1,270.00 | 7.00 | \$8,890.00 |
| Ankenman, Dan | Fintech and Payments Group | \$800.00 | 1.20 | \$960.00 |
| Balassiano, Diana | Securities & Capital Markets, 2012 | \$1,210.00 | 15.10 | \$18,271.00 |
| Burns, Elena Gold | Private Equity, 2019 | \$1,160.00 | 0.40 | \$464.00 |
| Catalano, Kristin | Financial Restructuring, 2021 | \$940.00 | 14.50 | \$13,630.00 |
| Duffy, Logan | Mergers & Acquisitions, 2022 | \$855.00 | 132.90 | \$113,629.50 |
| Fedler, Kayla | Fintech and Payments Group, 2022 | \$855.00 | 18.10 | \$15,475.50 |
| Gomes-Abreau, Adam | Life Sciences and Healthcare, 2023 | \$855.00 | 4.90 | \$4,189.50 |
| Grewal, Rav | Securities & Capital Markets, 2022 | \$940.00 | 3.80 | \$3,572.00 |
| Iaffaldano, Jack | Financial Restructuring, 2020 | \$1,160.00 | 135.30 | \$156,948.00 |
| Jackson, Chala | Corporate, 2022 | \$855.00 | 4.60 | \$3,933.00 |
| John, Nina | Securities & Capital Markets, 2022 | \$855.00 | 134.40 | \$114,912.00 |

| | | | | |
|----------------------------|--|------------|-----------------|-----------------------|
| Khoury, Gabriel | Fintech and Payments Group, 2021 | \$940.00 | 118.30 | \$111,202.00 |
| Koch, Leonie | Financial Restructuring, 2023 | \$855.00 | 143.20 | \$122,436.00 |
| Krystek, Bethany | Fintech and Payments Group, 2019 | \$1,210.00 | 0.50 | \$605.00 |
| Lersch, Kelly | Fintech and Payments Group, 2018 | \$1,210.00 | 0.40 | \$484.00 |
| Levine, Bob | Financial Restructuring, 2014 | \$1,330.00 | 81.90 | \$108,927.00 |
| McMillan, Jillian | Financial Restructuring, 2019 | \$1,160.00 | 0.40 | \$464.00 |
| Miliotes, Lanie | Financial Restructuring, 2023 | \$855.00 | 66.90 | \$57,199.50 |
| Nicholson Gaviria, Natasha | Life Sciences and Healthcare, 2022 | \$940.00 | 87.70 | \$82,438.00 |
| Nizamian, Andrew A. | Fintech and Payments Group, 2017 | \$1,270.00 | 24.70 | \$31,369.00 |
| Oakley, Erik | Securities & Capital Markets, 2022 | \$855.00 | 37.70 | \$32,233.50 |
| Quattrocchi, Sarah A. | Fintech and Payments Group, 2020 | \$1,160.00 | 36.20 | \$41,992.00 |
| Rubin, Lisa | Fintech and Payments Group, 2017 | \$1,270.00 | 14.30 | \$18,161.00 |
| Sasson, Isaac | Financial Restructuring, 2016 | \$1,330.00 | 107.40 | \$142,842.00 |
| Steed, Jeremy | Investigation & White Collar Defense, 2013 | \$1,360.00 | 57.10 | \$77,656.00 |
| Wormley, David | Fintech and Payments Group, 2021 | \$855.00 | 0.50 | \$427.50 |
| Xu, Christine | Financial Restructuring, 2022 | \$940.00 | 82.10 | \$77,174.00 |
| Associate Total | | | 1,331.50 | \$1,360,485.00 |
| Paraprofessionals | | | | |
| Austin, Javii | Legal Research Analyst | \$400.00 | 4.70 | \$1,880.00 |
| Chang, Irene | Practice Innovation | \$400.00 | 0.60 | \$240.00 |

| | | | | |
|-------------------------------------|---|----------|-----------------|-----------------------|
| Ecklund, Any | Technical Operations Senior Analyst | \$420.00 | 0.80 | \$336.00 |
| Laskowski, Mat | Financial Restructuring | \$540.00 | 91.80 | \$49,572.00 |
| Liu, Kelly | Legal Research Analyst | \$400.00 | 1.10 | \$440.00 |
| Lopez, Mayra | Technical Operations Senior Analyst | \$375.00 | 0.50 | \$187.50 |
| Magzamen, Michael | Financial Restructuring | \$540.00 | 4.40 | \$2,376.00 |
| O'Dea, Heather | Legal Research Analyst | \$400.00 | 3.50 | \$1,400.00 |
| Paraprofessional Total | | | 107.40 | \$56,431.50 |
| TOTAL: | | | 2,381.20 | \$3,122,029.50 |
| BLENDED HOURLY RATE: \$1,311 | | | | |

COMPENSATION BY PROJECT CATEGORY FOR THE FEE PERIOD

| U.S. Trustee Task Code and Project Category | Hours Billed | Amount Billed |
|---|---------------------|----------------------|
| B110 Case Administration | 75.90 | \$57,544.00 |
| B113 Case Analysis/Pleadings Review | 9.40 | \$9,933.50 |
| B115 Meetings and Communications with Debtors | 276.40 | \$460,661.50 |
| B120 Asset Analysis and Recovery | 55.40 | \$87,027.50 |
| B130 Asset Disposition | 73.10 | \$96,751.00 |
| B140 Relief from Stay/Adequate Protection Proceedings | 7.00 | \$8,428.00 |
| B150 Meetings and Communications with Creditors | 243.90 | \$397,584.00 |
| B155 Court Hearings | 18.20 | \$27,814.00 |
| B160 Retention/Employment Matters (Paul Hastings) | 2.50 | \$2,816.00 |
| B162 Fee/Compensation Matters (Paul Hastings) | 27.80 | \$25,842.50 |
| B165 Retention/Employment Matters (Other Professionals) | 0.80 | \$1,082.00 |
| B166 Fee/Compensation Matters (Other Professionals) | 6.00 | \$5,527.50 |
| B180 Avoidance Action Analysis | 27.80 | \$41,017.50 |
| B189 Monitoring or Participating in Related Cryptocurrency Bankruptcy | 15.70 | \$17,620.50 |
| B190 Other Contested Matters (excl. assumption/rejections motions) | 26.60 | \$39,152.50 |
| B191 General Litigation | 264.50 | \$294,059.50 |
| B195 Non-Working Travel | 2.00 | \$1,930.00 |
| B210 Business Operations | 9.40 | \$10,047.50 |
| B211 Financial Reports (Monthly Operating Reports) | 1.80 | \$2,088.00 |
| B215 Regulatory Matters | 337.00 | \$479,304.50 |
| B230 Financing/Cash Collections | 11.20 | \$13,454.00 |
| B261 Investigations | 531.80 | \$550,021.50 |
| B310 Claims Administration and Objection | 4.50 | \$6,809.00 |
| B320 Plan and Disclosure Statement (including Business Plan) | 352.50 | \$485,513.50 |
| TOTAL: | 2,381.20 | \$3,122,029.50 |

EXPENSE SUMMARY FOR THE FEE PERIOD

| Category | Amount |
|---|--------------------|
| Computer Search | \$1,114.81 |
| Court Reporting Services | \$59.40 |
| Taxi/Ground Transportation | \$99.99 |
| In-house Black & White Reproduction Charges (1,985 copies at \$0.08 per page) | \$158.80 |
| In-house Color Reproduction Charges (1,828 copies at \$0.50 per page) | \$914.00 |
| Vendor Expense | \$35.00 |
| Outside Professional Services | \$80,074.60 |
| TOTAL: | \$82,456.60 |

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

) Chapter 11
)
) Case No. 22-11068 (JTD)
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) **Objection Deadline:**
) **January 2, 2024 at 4:00 p.m. (ET)**

ELEVENTH MONTHLY FEE STATEMENT OF PAUL HASTINGS LLP, AS LEAD COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD FROM OCTOBER 1, 2023 THROUGH OCTOBER 31, 2023

Pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [D.I. 435] (the “Interim Compensation Order”), Paul Hastings LLP (“Paul Hastings”), lead counsel to the Official Committee of Unsecured Creditors (the “Committee”) appointed in the chapter 11 cases (the “Chapter 11 Cases”) of the above-captioned debtors and debtors-in-possession (the “Debtors”), hereby submits this monthly fee statement (this “Monthly Fee Statement”) for compensation of fees and reimbursement of costs and expenses incurred by Paul Hastings for professional services rendered by Paul Hastings during the period from October 1, 2023 through and including October 31, 2023 (the “Fee Period”) for or on behalf of the Committee in connection with the Chapter 11 Cases. In support of this Monthly Fee Statement, Paul Hastings respectfully states as follows:

1 The last four digits of FTX Trading Ltd.'s tax identification number are 3288. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <https://cases.ra.kroll.com/FTX>.

Background

1. On November 11 and November 14, 2022, the Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code with this Court. The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. As of the date hereof, no trustee or examiner has been appointed in the Chapter 11 Cases.

2. On November 7, 2023, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) filed the *Second Amended Notice of Appointment of Committee of Unsecured Creditors* [Docket No. 3685].²

3. On December 20, 2022, the Committee selected Paul Hastings to serve as its lead counsel in connection with the Debtors’ Chapter 11 Cases.

4. On February 7, 2023, the Court entered the *Order Authorizing and Approving the Retention and Employment of Paul Hastings LLP as Lead Counsel to the Official Committee of Unsecured Creditors, Effective as of December 20, 2022* [D.I. 635] (the “Retention Order”), authorizing the retention and employment of Paul Hastings as lead counsel to the Committee, effective as of December 20, 2022. The Retention Order authorizes Paul Hastings to be compensated for its services at its regular hourly rates in effect from time to time, as such rates may be increased periodically, and reimbursed for any costs and expenses incurred in connection with its representation of the Committee in connection with the Chapter 11 Cases, as set forth therein.

² The notice amended the initial *Notice of Appointment of Committee of Unsecured Creditors* [Docket No. 231] issued by the U.S. Trustee on December 15, 2022, to reflect the addition and correction of contact information for certain of the members of the Committee, and to reflect the resignations of Acaena Amoros Romero and GGC International Ltd. from the Committee.

Relief Requested

5. By this Monthly Fee Statement, Paul Hastings seeks (a) allowance of compensation as an administrative expense claim against each of the Debtors' estates for fees and expenses incurred in the aggregate amount of \$3,122,029.50, (b) payment in the amount of \$2,497,623.60, representing eighty-percent (80%) of the total amount of fees incurred, and (c) payment in the amount of \$82,456.60, representing one-hundred percent (100%) of the total amount of costs and expenses incurred, in each case, in connection with work performed by Paul Hastings during the Fee Period for or on behalf of the Committee in connection with the Chapter 11 Cases.

Compensation Requested

6. Paul Hastings has worked diligently in these complex Chapter 11 Cases to advance the interests of the Committee for the benefit of general unsecured creditors. Specifically, Paul Hastings' work during the Fee Period included, without limitation, the following:

- Negotiating with the Debtors and other stakeholders regarding a plan support agreement and proposed settlement of customer property disputes;
- Negotiating with the Debtors and customer ad hoc group regarding reimbursement of fees and expenses incurred by the advisors to the customer ad hoc group;
- Conducting due diligence, research and analysis with respect to sales of the Debtors' venture assets;
- Coordinating with the Debtors regarding investigations of various prepetition transactions and potential estate claims and causes of action;
- Monitoring criminal and civil actions against former insiders of the Debtors;
- Analyzing legal, factual, and regulatory issues related to the monetization of the Debtors' digital asset and cryptocurrency holdings;
- Conducting legal, factual, and regulatory analysis in respect of the indications of interest received in respect of the process related to the sale of the Debtors' exchanges;

- Analyzing legal and factual issues regarding claims between debtors in other cryptocurrency bankruptcies;
- Conducting due diligence, research, and analysis with respect to settlement of claims by and against the Debtors;
- Drafting presentations for Committee members, preparing for and attending Committee meetings, and preparing for and attending meetings with the Debtors; and
- Responding to inquiries from creditors and parties in interest.

7. Paul Hastings maintains computerized records of the time spent by all Paul Hastings' attorneys and paraprofessionals in connection with its representation of the Committee. A detailed statement of work performed by Paul Hastings in rendering legal services to the Committee during the Fee Period is attached hereto as **Exhibit A**.

8. The timekeepers who rendered services and the corresponding U.S. Trustee project category are identified in **Exhibit A**, along with the total hours and the total compensation sought by each category.

9. In coordination with the Court-approved fee examiner appointed in the Chapter 11 Cases, Paul Hastings has developed a coding protocol for certain time entries so as to preserve the confidentiality of certain services being performed by Paul Hastings attorneys, such as (among other things) the investigation of potential litigation targets, analyzing various venture portfolio investments, and communications with or regarding potential bidders in connection with ongoing asset sale processes. As part of this protocol, Paul Hastings developed a series of four-digit codes that correspond to a specific party or asset in one or more of the aforementioned categories and a decoded list has been provided to the Fee Examiner.

Expense Reimbursement

10. A detailed statement of the actual and necessary costs and expenses incurred by Paul Hastings during the Fee Period in the aggregate amount of \$3,122,029.50 in the

performance of services rendered to the Committee is attached hereto as **Exhibit B**. The expenses are categorized according to the nature of the charges incurred, including, among other things, telephone and facsimile charges, mail charges, special or hand delivery charges, document processing, photocopying charges, travel expenses, transportation costs, expenses for “working meals,” computerized research, and other research costs.

11. Pursuant to Local Rule 2016-2, Paul Hastings represents that: (a) its rate for copying charges is \$0.08 per page for black and white copies and \$0.50 per page for color copies; (b) its rate for outgoing facsimile transmissions is \$0.25 per page (excluding related long distance transmission charges) with no charge for incoming facsimile transmissions; and (c) computer-assisted legal research is charged at rates not more than the actual cost.

Valuation of Services

12. Attorneys and paraprofessionals of Paul Hastings have expended a total of 2,381.20 hours in connection with its representation of the Committee during the Fee Period. The amount of time spent by each Paul Hastings timekeeper providing services to the Committee for the Fee Period is set forth herein and in the attached monthly statement. Paul Hastings respectfully submits that the reasonable value of the services rendered by Paul Hastings to the Committee during the Fee Period is \$3,122,029.50.

13. Paul Hastings believes that the description of the time entries included in **Exhibit A** attached hereto and the expenses set forth in **Exhibit B** attached hereto are in compliance with the requirements of Local Rule 2016-2.

Reasonableness of Compensation

14. All fees and expenses incurred by Paul Hastings during the Fee Period for or on behalf of the Committee were actual, reasonable and necessary in the performance of Paul

Hastings' services. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, all fees and expenses requested by Paul Hastings in this Monthly Fee Statement are reasonable due to (a) the size, nature, and complexity of these Chapter 11 Cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, (e) the costs of comparable services other than in a case under chapter 11 of the Bankruptcy Code, and (f) the fact that such fees and expenses were not unnecessarily duplicative of the services performed by other professionals retained by the Committee.

Compliance and Waiver

15. To the best of Paul Hastings' knowledge, this Monthly Fee Statement complies with Local Rule 2016-2. To the extent that this Monthly Fee Statement does not comply in all respects with the requirements of Local Rule 2016-2, Paul Hastings believes that such deviations are not material and respectfully requests that any such requirements be waived.

Reservation of Rights

16. To the extent that time or disbursement charges for services rendered or disbursements incurred on behalf of the Committee during the Fee Period were not inputted, processed or posted before the preparation of, or included in, this Monthly Fee Statement, or Paul Hastings has for any other reason not sought compensation or reimbursement of expenses herein with respect to any services rendered or expenses incurred during the Fee Period on behalf of the Committee, Paul Hastings reserves the right to request compensation for such services and reimbursement of such expenses in a supplemental or future Monthly Fee Statement.

17. In addition, Paul Hastings does not waive, and expressly reserves, its right to respond to any objections regarding this Monthly Fee Statement and the amounts sought for

Paul Hastings' work performed by or on behalf of the Committee in connection with the Chapter 11 Cases.

Notice and No Prior Request

18. Notice of this Monthly Fee Statement has been given to the following parties or, in lieu of, to their counsel, if known: (a) the U.S. Trustee, (b) the Debtors, (c) the Committee, (d) the Fee Examiner, and (e) all parties required to be given notice in the Interim Compensation Order. Paul Hastings submits that no other or further notice is necessary.

19. No prior request for the relief sought in this Monthly Fee Statement for fees and expenses incurred during the Fee Period has been made to this or any other Court.

WHEREFORE, Paul Hastings respectfully requests that the Court approve the Monthly Fee Statement and grant Paul Hastings such other and further relief as the Court deems just and proper.

Dated: December 12, 2023
New York, New York

PAUL HASTINGS LLP

/s/ Erez E. Gilad

Kristopher M. Hansen*

Erez E. Gilad*

Gabriel E. Sasson*

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New York, NY 10166

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** Admitted pro hac vice*

*Counsel to the Official Committee
of Unsecured Creditors*

CERTIFICATION OF COMPLIANCE WITH LOCAL RULE 2016-2

I, Erez E. Gilad, hereby certify as follows:

1. I am a partner in the applicant firm, Paul Hastings LLP, and have been admitted to the bar of the State of New York since 2001.
2. I have personally performed many of the legal services rendered by Paul Hastings, as lead counsel for the Committee, and I am generally familiar with all other work performed on behalf of the Committee by the lawyers and paraprofessionals in the firm.
3. The facts set forth in the foregoing Monthly Fee Statement are true and correct to the best of my knowledge, information, and belief. Moreover, I have reviewed the requirements of Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware and respectfully submit that the Monthly Fee Statement complies with such requirements.

Dated: December 12, 2023

New York, New York

/s/ Erez E. Gilad
Erez E. Gilad